

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

UNITED STATES OF AMERICA	:	Hon. William J. Martini
	:	
	:	Crim. No. 17-
v.	:	
	:	15 U.S.C. § 78j(b) and 78ff
	:	17 C.F.R. § 240.10b-5
JAMES TROLICE	:	18 U.S.C. § 1957 and
	:	18 U.S.C. § 2

INFORMATION

The defendant having waived in open court prosecution by Indictment, the Acting United States Attorney for the District of New Jersey charges:

COUNT ONE
(Securities Fraud)

1. At various times relevant to this Information:

Relevant Individuals and Entities

a. eAgency was a California-based company developing mobile security products, with its principal place of business in Newport Beach, California.

b. Defendant JAMES TROLICE was a resident of Alpine, New Jersey and was the president and owner of Trolice Consulting Services LLC. Defendant TROLICE was the President and Chief Marketing Officer of eAgency from in or about May 2006 to in or about February 2007.

c. Lee Vaccaro resided in Las Vegas, Nevada, and Laguna Beach, California. Vaccaro was the Chief Marketing Officer and Vice President of Investor Relations for eAgency from in or about July 2009 through in or

about October 2013. Vaccaro was also the founder of Vaccaro Consultants, Vaccaro Consultant, and Vacaro Consultants (the "Vaccaro Entities").

d. Trollice Consulting Services LLC was a New Jersey limited liability company with its principal place of business in Alpine, New Jersey.

e. Vaccaro Consultants, LLC was a Nevada limited liability company, with its principal place of business in Laguna Beach, California.

f. Vaccaro Consultant, LLC was a Nevada limited liability company, with its principal place of business in Laguna Beach, California.

g. Vacaro Consultants, LLC was a Nevada limited liability company, with its principal place of business in Las Vegas, Nevada.

The Securities Fraud Scheme

2. From in or about 2009 through in or about 2015, in Bergen County, in the District of New Jersey, and elsewhere, defendant

JAMES TROLICE

did knowingly and willfully, directly and indirectly, by use of the means and instrumentalities of interstate commerce and the mails, use and cause to be used manipulative and deceptive devices and contrivances in contravention of Title 17, Code of Federal Regulations, Section 240.10b-5 (Rule "10b-5") in connection with the purchase and sale of securities by (a) employing devices, schemes, and artifices to defraud members of the investing public; (b) making untrue statements of material facts and omitting to state material facts necessary in order to make the statements made, in the light of the

circumstances under which they were made, not misleading; and (c) engaging in acts, practices, and a course of business which operated and would operate as a fraud and deceit upon investors, in that he participated in a scheme to defraud investors seeking to purchase interests in warrants to purchase the stock of eAgency.

Manner and Means of the Securities Fraud Scheme

3. It was part of the scheme that, from in or about 2009 to in or about 2015, defendant TROLICE and Vaccaro sold investors interests in Trolice Consulting Services LLC and the Vaccaro Entities (collectively “the Investment Companies”). Defendant TROLICE and Vaccaro falsely represented to investors that the Investment Companies held warrants in eAgency. As a general matter, warrants are derivative securities that give the holder the right to purchase common stock at a specific price within a certain time frame.

4. It was further part of the scheme that to solicit investors for the Investment Companies, defendant TROLICE made oral and written misrepresentations concerning the existence, number, validity, and term of eAgency warrants purportedly owned by the Investment Companies, as well as misrepresentations about the amount of money he had personally invested in eAgency, the amount of money he had raised for eAgency, and his current position at eAgency.

5. It was further part of the scheme that, beginning in or about January 2011, the dollar amount of interests defendant TROLICE and Vaccaro

sold in the Investment Companies began to surpass the dollar amount of valid warrants held by the Investment Companies. When this occurred, neither defendant TROLICE nor Vaccaro disclosed to investors the risk that their investments would be diluted by the sale of additional interests in the Investment Companies.

6. It was further part of the scheme that, using the means and methods described above, defendant TROLICE and Vaccaro defrauded investors of more than \$5 million.

In violation of Title 15, United States Code, Sections 78j(b) and 78ff(a), Title 17, Code of Federal Regulations, Section 240.10b-5, and Title 18, United States Code, Section 2.

COUNT TWO
**(Engaging in Monetary Transactions in
Property Derived from Specified Unlawful Activity)**

1. The allegations contained in paragraphs 1 and 3 through 6 of Count One of this Information are re-alleged and incorporated as though fully set forth in this paragraph.

2. On or about July 17, 2012, in the District of New Jersey and elsewhere, defendant

JAMES TROLICE

did knowingly engage and attempt to engage in a monetary transaction by, through, and to a financial institution, affecting interstate and foreign commerce, in criminally derived property of a value greater than \$10,000, that is, the transfer of approximately \$17,281.32 to make a payment on a credit card, such property having been derived from a specified unlawful activity, that is securities fraud.

In violation of Title 18, United States Code, Sections 1957 and 2.

FORFEITURE ALLEGATION AS TO COUNT ONE

1. As the result of committing the offense constituting specified unlawful activity as defined in 18 U.S.C. § 1956(c)(7), as alleged in Count One of this Information, defendant JAMES TROLICE shall forfeit to the United States, pursuant to Title 18, United States Code, Section 981(a)(1)(C), and Title 28, United States Code, Section 2461(c), all property, real and personal, that constitutes or is derived from proceeds traceable to the commission of the said securities fraud offenses, and all property traceable thereto, including, but not limited to, a sum of money equal to at least \$5,000,512.65 in United States currency.

FORFEITURE ALLEGATION AS TO COUNT TWO

2. As a result of committing the money laundering offense in violation of 18 U.S.C. § 1957 alleged in Count Two of this Information, defendant JAMES TROLICE shall forfeit to the United States, pursuant to 18 U.S.C. § 982(a)(1), all property, real and personal, involved in such money laundering offense, and all property traceable to such property.

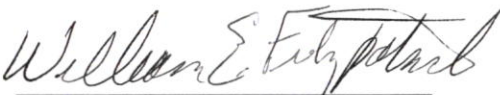
Substitute Assets Provision

3. If any of the above-described forfeitable property, as a result of any act or omission of the defendant:

- (a) cannot be located upon the exercise of due diligence;
- (b) has been transferred or sold to, or deposited with, a third person;
- (c) has been placed beyond the jurisdiction of the Court;

- (d) has been substantially diminished in value; or
- (e) has been commingled with other property which cannot be subdivided without difficulty;

it is the intent of the United States, pursuant to 21 U.S.C. § 853(p), as incorporated by 28 U.S.C. § 2461(c), to seek forfeiture of any other property of the defendant up to the value of the above forfeitable property.


WILLIAM E. FITZPATRICK
Acting United States Attorney

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